

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
TALEN ENERGY SUPPLY, LLC, <i>et al.</i>,	§	Case No. 22-90054 (MI)
	§	
	§	(Jointly Administered)
Debtors.¹	§	(Emergency Hearing Requested)
	§	

**AGENDA OF MATTERS SET FOR EMERGENCY HEARING
ON MAY 10, 2022 AT 4:00 P.M. (PREVAILING CENTRAL TIME)**

EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS REQUESTED NOT LATER THAN 4:00 P.M. (CENTRAL PREVAILING TIME) ON TUESDAY, MAY 10, 2022.

IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST APPEAR AT THE HEARING IF ONE IS SET, OR FILE A WRITTEN RESPONSE PRIOR TO THE DATE THAT RELIEF IS REQUESTED IN THE PRECEDING PARAGRAPH. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

A HEARING WILL BE CONDUCTED ON THIS MATTER ON TUESDAY, MAY 10, 2022 AT 4:00 P.M. (CENTRAL PREVAILING TIME) IN COURTROOM 404, 4TH FLOOR, 515 RUSK AVENUE, HOUSTON, TX 77002.

PARTICIPATION AT THE HEARING WILL ONLY BE PERMITTED BY AN AUDIO AND VIDEO CONNECTION.

AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT 832-917-1510. ONCE CONNECTED, YOU WILL BE ASKED TO ENTER THE CONFERENCE ROOM NUMBER. JUDGE ISGUR'S CONFERENCE ROOM NUMBER IS 954554. VIDEO COMMUNICATION WILL BE BY USE OF THE GOTOMEETING PLATFORM. CONNECT VIA THE FREE GOTOMEETING APPLICATION OR CLICK THE LINK ON JUDGE ISGUR'S HOME PAGE. THE MEETING CODE IS "JUDGEISGUR". CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.

HEARING APPEARANCES MUST BE MADE ELECTRONICALLY IN ADVANCE OF BOTH ELECTRONIC AND IN-PERSON HEARINGS. TO MAKE YOUR APPEARANCE, CLICK THE "ELECTRONIC APPEARANCE" LINK ON JUDGE ISGUR'S HOME PAGE. SELECT THE CASE NAME, COMPLETE THE REQUIRED FIELDS AND CLICK "SUBMIT" TO COMPLETE YOUR APPEARANCE.

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' proposed claims and noticing agent at <https://cases.ra.kroll.com/talenenergy>. The Debtors' primary mailing address is 1780 Hughes Landing Boulevard, Suite 800, The Woodlands, Texas 77380.

Talen Energy Supply, LLC and its debtor affiliates in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), hereby file this Agenda of Matters Set for Emergency Hearing on **May 10, 2022 at 4:00 p.m.** (Prevailing Central Time) before the Honorable Marvin Isgur.

1. Request for Emergency Consideration of Certain “First Day” Matters (**Docket No. 60**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors’ Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
- B. Debtors’ Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)

2. Notice of Designation as Complex Cases (**Docket No. 4**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors’ Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
- B. Debtors’ Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)

3. Amended Emergency Motion of Debtors Pursuant to Bankruptcy Rule 1015(b) and Bankruptcy Local Rule 1015-1 for Order Directing Joint Administration of Chapter 11 Cases (**Docket No. 19**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors’ Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
- B. Debtors’ Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)

4. Emergency Motion of Debtors for Interim and Final Orders (A) Authorizing the Debtors to Obtain Post-Petition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition First Lien Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief (**Docket No. 17**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Declaration of Roopesh Shah in Support of Emergency Motion of Debtors for Interim and Final Orders (A) Authorizing the Debtors to Obtain Post-Petition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition First Lien Secured Parties, (E) Modifying the Automatic Stay, (F) Scheduling a Final Hearing, and (G) Granting Related Relief (**Docket No. 18**)
 - C. Debtor's Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
5. Emergency Motion of Debtors for Entry of an Order Authorizing the Debtors to File Under Seal Certain Fee Letters and Certain Hedging Agreements (**Docket No. 55**)

Status: This matter is going forward.

Related Documents:

- A. Arranger Fee Letter (Filed Under Seal) (**Docket No. 58**)
- B. Structuring Fee Letter (Filed Under Seal) (**Docket No. 58**)
- C. Citi Consent and Waiver Agreement (Filed Under Seal) (**Docket No. 58**)
- D. EDF Consent and Waiver Agreement (Filed Under Seal) (**Docket No. 58**)
- E. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
- F. Declaration of Roopesh Shah in Support of Emergency Motion of Debtors for Interim and Final Orders (A) Authorizing the Debtors to Obtain Post-Petition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (D) Granting Adequate Protection to the Prepetition First Lien Secured Parties, (E) Modifying the Automatic Stay,

(F) Scheduling a Final Hearing, And (G) Granting Related Relief **(Docket No. 18)**

G. Debtor's Witness and Exhibit List for First Day Hearing on May 10, 2022 **(Docket No. 96)**

6. Emergency Motion of Debtors for Order (I) Authorizing Debtors to (A) Continue Performing Under Prepetition Hedging Agreements, (B) Enter Into and Perform Under New Postpetition Hedging Agreements, and (C) Grant Related Liens and Superpriority Claims and Authorize Posting of Postpetition Margin Collateral and Exchange Collateral, (II) Modifying Automatic Stay, and (III) Granting Related Relief **(Docket No. 29)**

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' **(Docket No. 16)**
- B. Declaration of Ryan Leland Omohundro in Support of Emergency Motion of Debtors for Order (I) Authorizing Debtors to (A) Continue Performing Under Prepetition Hedging Agreements, (B) Enter Into and Perform Under New Postpetition Hedging Agreements, and (C) Grant Related Liens and Superpriority Claims and Authorize Posting of Postpetition Exchange Collateral, (II) Modifying Automatic Stay, and (III) Granting Related Relief **(Exhibit A to Docket No. 44)**
- C. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 **(Docket No. 96)**

7. Emergency Motion of Debtors Pursuant to Sections 362 and 105(a) of the Bankruptcy Code for Interim and Final Orders Establishing Notification Procedures and Approving Restrictions on (A) Certain Transfers of Interests in, and Claims Against, Debtors, and (B) Claiming of Certain Worthless Stock Deduction **(Docket No. 8)**

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief **(Docket No. 16)**
- B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 **(Docket No. 96)**

8. Emergency Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to Pay (A) Critical Vendor Claims, (B) Lien Claims, (C) 503(b)(9) Claims, and (D) Co-Ownership Obligations; and (II) Granting Related Relief **(Docket No. 13)**

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
9. Emergency Motion of Debtors for an Order (I) Authorizing Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits, and Other Compensation, (B) Maintain Employee Benefits Programs and Pay Related Obligations, and (C) Pay Prepetition Employment Expenses; and (II) Granting Related Relief (**Docket No. 5**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
10. Emergency Motion of Debtors for an Order (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies; (II) Establishing Procedures for Resolving Objections by Utility Companies; (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service; (IV) Authorizing Debtors to Honor Obligations to Third Party Servicer in Ordinary Course of Business; (V) Authorizing Debtors to Continue Remitting Transmission and Distribution Costs in Ordinary Course of Business; and (VI) Granting Related Relief (**Docket No. 11**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
11. Emergency Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Insurance Programs and Surety Bond Program, and (B) Pay Certain Obligations with Respect thereto; (II) Granting Relief from Automatic Stay with Respect to Workers' Compensation Claims; and (III) Granting Related Relief (**Docket No. 10**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
12. Emergency Motion of Debtors for an Order (I) Authorizing Debtors to Pay Certain Prepetition Taxes and Assessments Owed to Taxing Authorities or Regulatory Authorities and (II) Granting Related Relief (**Docket No. 7**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
13. Emergency Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms and Intercompany Arrangements, (C) Continue Intercompany Transactions, and (D) Continue Utilizing Employee Credit Cards and BIP/SIP Programs; and (II) Granting Related Relief (**Docket No. 14**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)
 - B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022 (**Docket No. 96**)
14. Emergency Motion of Debtors for Order (I) Authorizing Debtors to (A) File a Consolidated Creditor Matrix and a Consolidated List of 30 Largest Unsecured Creditors and (B) Redact Certain Personal Identification Information and (II) Approving Form and Manner of Notifying Creditors of Commencement of Chapter 11 Cases and Other Information (**Docket No. 9**)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief (**Docket No. 16**)

- B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022
(Docket No. 96)

- 15. Emergency Motion of Debtors for an Order Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Current Expenditures, Schedules of Executory Contracts and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Reports
(Docket No. 6)

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief **(Docket No. 16)**
- B. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022
(Docket No. 96)

- 16. Amended Emergency *Ex Parte* Application for Entry of an Order Authorizing Employment and Retention of Kroll Restructuring Administration LLC as Claims, Noticing, and Solicitation Agent **(Docket No. 52)**

Status: This matter is going forward.

Related Documents:

- A. Declaration of Ryan Leland Omohundro in Support of Debtors' Chapter 11 Petitions and First Day Relief **(Docket No. 16)**
- B. Declaration of Benjamin J. Steele, Managing Director of Kroll in Support of Amended Retention of Kroll Restructuring Administration LLC **(Exhibit B to Docket No. 52)**
- C. Debtors' Witness and Exhibit List for First Day Hearing on May 10, 2022
(Docket No. 96)

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Dated: May 10, 2022
Houston, Texas

Respectfully submitted,

/s/ Gabriel A. Morgan

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*Proposed Attorneys for Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on May 10, 2022, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas, and will be served as set forth in the Affidavit of Service to be filed by the Debtors' proposed claims, noticing, and solicitation agent.

/s/ Gabriel A. Morgan

Gabriel A. Morgan